

**Transcript of the Extra Ordinary General Meeting of ICICI Home Finance Company Limited held on Friday, December 2, 2022 at 3.00 PM**

*Welcome Address by Ms. Priyanka Shetty, Company Secretary:*

Good evening ladies and gentlemen. It gives me great pleasure to welcome you to the Extra-Ordinary General Meeting (EGM) of your company, ICICI Home Finance Company Limited.

In compliance with the circulars issued by the Ministry of Corporate Affairs and other applicable regulatory authorities, the EGM is being conducted through Video Conferencing without the physical presence of the Members.

Before we commence the main proceedings of the Meeting, I would like to inform that our Board members have joined the meeting through Video Conferencing.

We also have Vikrant Gandhi, Chief Financial Officer who is attending this meeting.

Representatives of M/s. Singhi & Co. and M/s. Mukund M. Chitale & Co., Joint Statutory Auditors of the Company and representatives of M/s. Makarand Joshi & Co. are also present in the meeting.

I would like to mention that intimation has been received from seven Members, together holding 100% of the paid-up share capital, for appointing authorised representatives under Section 113 of the Companies Act, 2013. All the authorised representatives are attending the meeting through video conferencing from their respective locations. The following are the representatives of the Members:

Mr. Abhijeet Biradar from ICICI Bank Limited

Mr. Arpan Sarkar from ICICI Venture Funds Management Company Limited

Ms. Smita Bagade from ICICI Securities Limited

Ms. Vanessa Dsouza from ICICI Securities Primary Dealership Limited

Ms. Reema Chelwani from ICICI Lombard General Insurance Company Limited

Ms. Vibha Gohil from ICICI Trusteeship Services Limited

Mr. Aditya Pandya from ICICI Investment Management Company Limited

In terms of Section 104 of the Companies Act, 2013 read with the Articles of Association of the Company, I now request Mr. Vinod Kumar Dhall, Chairman, to occupy the chair and conduct the proceedings of the EGM.

**ICICI HOME FINANCE COMPANY LIMITED**

CIN: U65922MH1999PLC120106

Registered Office: ICICI Bank Towers, Bandra-Kurla Complex, Mumbai- 400 051

Corporate Office: ICICI HFC Tower, Andheri Kurla Road, J.B. Nagar, Andheri (E), Mumbai-400 059

Website: [www.icicihfc.com](http://www.icicihfc.com); Email: [secretarial@icicihfc.com](mailto:secretarial@icicihfc.com)

Toll free number for new customers: 1800 267 4455; Toll free number for existing customers: 1860 120 7777

**Mr. Vinod Kumar Dhall:**

Good evening all, I extend you all a warm welcome to the EGM of the Company.

As confirmed by the Company Secretary, the required quorum being present, I call the meeting to order.

As the EGM is being held through video conferencing there is no requirement for appointment of proxies, and accordingly the facility for appointment of proxies by the Members is not available.

The documents referred to in the EGM Notice and the Explanatory Statement annexed to the EGM Notice are available for online inspection. Members who wish to inspect any of these documents, can write to the Company Secretary at [priyanka.shetty@icicihfc.com](mailto:priyanka.shetty@icicihfc.com)

Coming to the business of the Meeting, with your permission, I shall take the Notice convening the Meeting as read.

I will now proceed with the formal agenda as set out in the EGM Notice

**Resolution no. 1: Appointment of Mr Rakesh Jha (DIN: 00042075) as a Non-Executive Non-Independent Director of the Company**

The Board of Directors had approved the appointment of Mr. Rakesh Jha (DIN: 00042075) as an Additional Director (as a Non-Executive Non-Independent Director) on the Board of Directors of the Company with effect from October 13, 2022, subject to regulatory approvals, if any.

Pursuant to Regulation 17 (1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter 'Listing Regulations'), approval of the Shareholders is required to be taken for appointment of a person on the Board of Directors of the Company, at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

In the opinion of the Board of Directors, Mr. Rakesh Jha (DIN: 00042075) fulfils the conditions specified in the Act and the rules made thereunder for his appointment as a Non-Executive Non-Independent Director of the Company.

In view of the above, it is proposed to appoint Mr. Rakesh Jha (DIN: 00042075) as a Non-Executive Non-Independent Director of the Company liable to retire by rotation.

Accordingly, the same is recommended to the Members for their consideration and approval.

I now propose the Resolution as detailed in the notice as an Ordinary Resolution to consider the appointment of Mr. Rakesh Jha (DIN: 00042075) as a Non-Executive Non-Independent Director of the Company

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I request members to propose and second the Resolution and vote by show of hands

The Resolution has been proposed by [pause]

***Mr. Abhijeet Biradar:***

I, Abhijeet Biradar, propose

***Mr. Aditya Pandya:***

I, Aditya pandya, second.

I now put this resolution to vote by way of show of hands, as an Ordinary Resolution:

THOSE IN FAVOUR, please raise your hands.

Shareholders raised their hands.

THOSE AGAINST, please raise your hands.

None of the Shareholders raised their hands.

The Resolution has been passed unanimously.

This concludes the formal business of the Meeting and I declare the Meeting closed. I thank all of you for your co-operation and valuable time.

***All Members and Directors:***

Thank you.

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